

August 10, 2020



Floor & Decor Holdings, Inc. Announces Secondary Offering of 5,686,422 Shares of Common Stock by Selling Stockholders

ATLANTA--(BUSINESS WIRE)-- Floor & Decor Holdings, Inc. (the “Company” or “Floor & Decor”) (NYSE:FND) today announced that funds affiliated with Ares Management Corporation, as well as certain directors and officers of the Company, (collectively, the “Selling Stockholders”) intend to offer for sale in an underwritten secondary offering 5,686,422 shares of common stock of the Company. The Company is not selling any shares in this offering and will not receive any proceeds from the sale of the shares by the Selling Stockholders.

Morgan Stanley & Co. LLC is acting as the sole underwriter for the offering. The underwriter intends to offer the shares of common stock to the public at a fixed price, which may be changed at any time without notice.

An automatic shelf registration statement (including a prospectus) relating to these securities was filed on May 23, 2018 with the Securities and Exchange Commission (the “SEC”) and became effective upon such filing. Before you invest, you should read the prospectus in that registration statement and the documents incorporated by reference in that registration statement, as well as the prospectus supplement related to this offering. Copies of these documents are available at no charge on the SEC’s website at www.sec.gov. Alternatively, copies of the prospectus supplement and the accompanying prospectus, when available, may be obtained from Morgan Stanley & Co. LLC, Attention: Prospectus Department, 180 Varick Street, 2nd Floor, New York, NY 10014, or by telephone at 1-866-718-1649.

The offering of these securities is being made only by means of a prospectus supplement and an accompanying prospectus. This press release does not constitute an offer to sell or a solicitation of an offer to buy these securities, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

About Floor & Decor Holdings, Inc.

Floor & Decor is a multi-channel specialty retailer operating 125 warehouse-format stores across 30 states at the end of the second quarter of fiscal 2020. The Company offers a broad assortment of in-stock hard-surface flooring, including tile, wood, laminate/luxury vinyl plank, and natural stone along with decorative and installation accessories, at everyday low prices. The Company was founded in 2000 and is headquartered in Atlanta, Georgia.

Forward-Looking Statements

This press release may include statements that constitute “forward looking statements”

within the meaning of the “safe harbor” provisions of the United States Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact contained in this press release, are forward-looking statements. Forward looking statements include any statements regarding the Company’s strategic and operational plans, future performance or financial condition and may often be identified by the use of words such as “may,” “will,” “should,” “expects,” “intends,” “plans,” “anticipates,” “could,” “seeks,” “intends,” “target,” “projects,” “contemplates,” “believes,” “estimates,” “predicts,” “budget,” “potential,” “focused on” or “continue” and other similar expressions that predict or indicate future events or trends.

Forward looking statements speak only as of the date hereof and are not guarantees of future events, results, performance or achievements. These statements are based on the Company’s current expectations, assumptions, estimates and projections and involve known and unknown risks, uncertainties and other important factors that may cause the Company’s actual results to be materially different from those expressed or implied by the forward-looking statements, including, without limitation, those factors described in the Company’s filings with the SEC. Except as required by applicable law, the Company does not plan to update or revise any forward-looking statements, whether as a result of any new information, future events or otherwise.

View source version on businesswire.com:

<https://www.businesswire.com/news/home/20200810005764/en/>

Investor Contacts:

Floor & Decor Holdings, Inc.

Wayne Hood, 678-505-4415

Vice President of Investor Relations

Wayne.hood@flooranddecor.com

or

Matthew McConnell, 770-257-1374

Senior Manager of Investor Relations

matthew.mcconnell@flooranddecor.com

Source: Floor & Decor Holdings, Inc.